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December 20, 2002

BY OVERNIGHT MAIL

David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Re: WorldxChange Corp. and RSL COM U.S.A., Inc.
Docket No. 02-00687

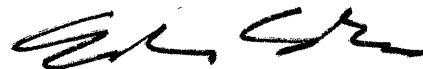
Dear Mr. Waddell:

WorldxChange Corp. ("WorldxChange"), through undersigned counsel, hereby informs the Authority that it has completed the transaction approved by the Authority in the above-captioned Docket.

As indicated in the Petition filed with the Authority with respect to this matter, RSL COM U.S.A., Inc. ("RSL") will file, under separate cover, appropriate documents to relinquish RSL's authorization in Tennessee and, to the extent necessary, to formalize its discontinuance of service.

An original and thirteen (13) copies of this letter are enclosed. Please date stamp and return the enclosed extra copy of this letter. Questions regarding this matter may be addressed to the undersigned.

Respectfully submitted,



William B. Wilhelm, Jr.
Edward S. Quill, Jr.

cc: Eric Fishman/David O'Connor (H&K)